

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
SC SJ HOLDINGS LLC, <i>et al.</i> ¹	Case No. 21-10549 (JTD)
Debtors.	(Jointly Administered)
	Hearing Date: June 10 and 11, 2021

JOINT EXHIBIT LIST

Ex. No.	Exhibit	Date	Docket No. / Bates Range/ Deposition Exhibit No.
JX-003	1999 Fairmont San Jose HMA	9/14/1999	ACCOR_0026135 –ACCOR_0026244
JX-004	2005 Fairmont San Jose HMA	12/2/2005	Dep. Ex. 4 (Badour) ²
JX-008	Hotel historical performance	1999-2000	Dep. Ex. 8 (Badour) ACCOR_0000083
JX - 020	Email: “Re: CONFIDENTIAL & URGENT”	03/05/2021	Dep. Ex. 20 (McGowan) ACCOR_0058767
JX-027	Letter from S. Hirbod to H. McCrory	12/03/2020	
JX-028	Letter: Fairmont San Jose (the “Hotel”)	12/08/2020	Dep Ex. 28 (McCrory)
JX-061	Assignment and Assumption of HMA	01/2/2018	Dep. Ex. 61 (Morton)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: SC SJ Holdings LLC (5141) and FMT SJ LLC (7200). The mailing address for both Debtors is 3223 Crow Canyon Road, Suite 300, San Ramon, CA 94583.

² The same document marked as Dep. Exhibit 4 was also marked as Dep. Exhibit 37 (Tormey), and Dep. Exhibit 60 (Morton).

Ex. No.	Exhibit	Date	Docket No. / Bates Range/ Deposition Exhibit No.
JX-063	Email "RE: Fairmont Documents"	1/19/2018	Dep. Ex. 63 (Morton) ACCOR_0060486
JX-066	Email: Management Related Documents	12/01/2017	Dep. Ex. 66 (Morton) ACCOR_0059506
JX-071	Owner Agreement	01/2/2018	Dep. Ex. 71 (Morton)
JX-091	Proof of Claim No. 140 (Accor Management US Inc. / SC SJ Holdings LLC) with Exhibits B, D, E, F, G, H, I	5/7/2021	Case No. 21-10549, Proof of Claim No. 140
JX-093	Email from P. Potter to P. Benudiz	2/23/2021	DEBTORS-002944 -DEBTORS-002947
JX-095	Third Amendment to Amended and Restated HMA	1/2/2018	Docket 011-5
JX-098	Declaration of S. Hirbod in Support of Motion for an Order Authorizing Marketing Process to Solicit Hotel Brands	3/11/2021	Docket 043
JX-099	Letter from S. Hirbod	2/4/2021	Dep. Ex. 099 (Hirbod) ACCOR_0000076
JX-100	Letter from S. Hirbod to H. McCrory	3/15/2021	Dep. Ex. 100 (Hirbod)
JX-101	Declaration of S. Hirbod in Opposition to Fairmont's Motion to (I) Modify the Automatic Stay to Permit Arbitration of Disputes; and (II) Enforce Arbitration Clause Compelling Arbitration of Disputes	3/30/2021	Dep. Ex. 101 (Hirbod) Docket 113

Ex. No.	Exhibit	Date	Docket No. / Bates Range/ Deposition Exhibit No.
JX-102	Declaration of S. Hirbod in Support of Debtors' Motion to Estimate Maximum Amount of Fairmont Hotel & Resorts (U.S.) Inc's Contingent and Unliquidated Claim	4/23/2021	Dep. Ex. 102 (Hirbod) Docket 238
JX-105	Letter from C. Hummel to FMT SJ LLC	2/5/2021	Dep. Ex. 105 (Hirbod) Docket 093-2
JX-106	Letter from P. Potter to P. Benudiz	2/23/2021	Dep. Ex. 106 (Hirbod) Docket 093-3
JX-107	Letter from C. Hummel to P. Potter	2/25/2021	Dep. Ex. 107 (Hirbod) Docket 093-4
JX-109	Email from H. Adib to S. Hirbod	10/27/2020	Dep. Ex. 109 (Hirbod) DEBTORS-022797 DEBTORS-022807
JX-110a	Hirbod handwritten notes	10/29/2020	Dep. Ex. 110 (Hirbod) DEBTORS-0000001
JX-110b	Hirbod handwritten notes	11/3/2020	Dep. Ex. 110 (Hirbod) DEBTORS-0000002
JX-110c	Hirbod handwritten notes	11/18/2020	Dep. Ex. 110 (Hirbod) DEBTORS-0000003
JX-110d	Hirbod handwritten notes	2/2021	Dep. Ex. 110 (Hirbod) DEBTORS-0000005
JX-112	Declaration of N. Demchick in Support of Chapter 11 Petitions and First Day Pleadings	3/10/2021	Dep. Ex. 112 (Hirbod) Docket 011
JX-113	Email from S. Hirbod to H. McCrory	11/11/2020	Dep. Ex. 113 (Hirbod) ACCOR_0001436 - ACCOR_0001437
JX-115	Email from M. Taylor to D. McGowan	2/25/2021	Dep. Ex. 115 (Hirbod) DEBTORS-018567 - DEBTORS-018569
JX-120	Rebuttal Report of F. Nardozza	5/28/2021	Dep. Ex. 120 (Nardozza) Docket No. 398

Ex. No.	Exhibit	Date	Docket No. / Bates Range/ Deposition Exhibit No.
JX-121	Retainer Agreement with F. Nardozza	3/10/21	Dep. Ex. 121 (Nardozza) DEBTORS-033044 - DEBTORS-033051
JX-302	Proof of Claim No. 137 (Accor Management US Inc./FMT SJ LLC)	05/07/2021	Case No. 21-10521, Proof of Claim No. 137
JX-303	Email: "Termination"	02/04/2021	ACCOR_0000075
JX-325	Demand for Arbitration submitted by Accor to the American Arbitration Association ("AAA")	03/04/2021	Docket 94, Ex. 1
JX-327	Amended Claim for Declaratory and Injunctive Relief and Damages, filed by Accor with AAA, dated April 12, 2021	04/12/2021	Docket 233, Ex. 11
JX-339	Expert Report of Mr. Francis J. Nardozza on Liquidated Damages	05/19/2021	Doc. 397
JX-341	Hilton Bid (Redacted)	5/26/2021	Dkt. 391-6
JX-350	Lt: "San Jose Fairmont Hotel Management Agreement"	04/09/2021	ACCOR_0013310
JX-351	Email "RE: Update call"	11/17/2020	ACCOR_0000010
JX-352	Email: "Re: following up on our las[t] conversation"	12/01/2020	ACCOR_0000018
JX-354	Email: "Re: Email follow up"	12/08/2020	ACCOR_0000027

Ex. No.	Exhibit	Date	Docket No. / Bates Range/ Deposition Exhibit No.
JX-355	Email: "RE: SAJ, Any news from this weeks meeting?"	02/18/2021	ACCOR_0053661
JX-356	Email: "FW: Fairmont San Jose – FYI Only"	03/05/2021	ACCOR_0053687
JX-359	Lt: "February 5, 2021 Letter to Chad Hummel"	02/09/2021	DEBTORS-002467
JX-360	Lt: "Re: San Jose Fairmont"	02/23/2021	DEBTORS-002936
JX-361	Email: "SJF – Accommodation"	02/25/2021	DEBTORS-002944
JX-362	Lt: "Fairmont San Jose Hotel: Resolution of Disputes..."	02/25/2021	DEBTORS-002949
JX-400	Email from S. Glenn to S. Hirbod	3/4/21	ACCOR_0000080
JX-401	Email from R. Nako to C. Hummel and R. Wallan	6/2/2021	
JX-404	Amended Disclosure Statement with Respect to Amended Joint Chapter 11 Plan of Reorganization Statement	5/26/2021	Docket 353
JX-405	Email and attachment from B. Connor to M. Taylor	2/11/2021	DEBTORS-018225 – DEBTORS-018226; DEBTORS-018232
JX-408	Tri-Party Agreement and Amendment to HMA	1/2/2018	ACCOR_0026815- ACCOR_0026823
JX-410	Subordination and Non-Disturbance Agreement	1/2/2018	ACCOR_0026824 - ACCOR_0026840
JX-418	Email from D. McGowan to M. Taylor	2/27/2021	DEBTORS-018815 - DEBTORS-018818

Ex. No.	Exhibit	Date	Docket No. / Bates Range/ Deposition Exhibit No.
JX-421	Proof of Claim No. 140 (Accor Management US Inc/ FMT SJ LLC), with Exhibits B, D, E, F, G, H, I	5/7/2021	Case No. 21-10521, Proof of Claim No. 140
JX-422	Debtors' Responses and Objections to Accor's First Set of Interrogatories to Debtors	5/17/2020	
JX-423	Debtors' Supplemental Responses and Objections to Accor's First Set of Interrogatories to Debtors	5/26/2021	
JX-424	2021 Forecast	3/2021	ACCOR_0003985 ACCOR_0004056

COLE SCHOTZ P.C.

/s/ Patrick J. Reilley

Justin R. Alberto (No. 5126)
Patrick J. Reilley (No. 4451)
500 Delaware Avenue, Suite 1410
Wilmington, DE 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
Email: jalberto@coleschotz.com
preilley@coleschotz.com

– and –

PILLSBURY WINTHROP SHAW
PITTMAN LLP
Patrick J. Potter (admitted *pro hac vice*)
Rahman Connally (admitted *pro hac vice*)
1200 Seventeenth Street, NW
Washington, DC 20036
Telephone: (202) 663-8928
Facsimile: (202) 663-8007
Email: patrick.potter@pillsburylaw.com

*Counsel to the Debtors
and Debtors in Possession*

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

/s/ S. Alexander Faris

Sean M. Beach (No. 4070) sbeach@ycst.com
S. Alexander Faris (No. 6278) afaris@ycst.com
1000 North King Street
Wilmington, Delaware 19801
Telephone: (302) 571-6600
Facsimile: (302) 571-1253

- and -

SIDLEY AUSTIN LLP
Samuel A. Newman sam.newman@sidley.com
Genevieve G. Weiner gweiner@sidley.com
Julia Philips Roth julia.roth@sidley.com
555 West Fifth Street
Los Angeles, California 90013
Telephone: (213) 896-6000
Facsimile: (213) 896-6600

SIDLEY AUSTIN LLP
Chad S. Hummel chummel@sidley.com
1999 Avenue of the Stars, 17th Floor
Los Angeles, California 90067
Telephone: (310) 595-9500
Facsimile: (310) 595-9501

*Counsel to Accor Management US Inc. (f/k/a
Fairmont Hotels and Resorts (U.S.) Inc.)*